

Ross Parkway, a distance of 883.19 Feet to a point; Thence North 89 Degrees 52 Minutes 26 Seconds East, a distance of 694.96 Feet to an iron pipe found at the southwest corner of the Christ The King Catholic Congregation as recorded in Deed Book 371, Page 323, also being the southwest corner of Lot 2, Long Subdivision as recorded in Plat Book 67, Page 23; Thence North 87 Degrees 37 Minutes 46 Seconds East, along the southerly line of said Lot 2, a distance of 487.92 Feet to a fence point found at a northwest corner of the William M. Tipton, et al property as recorded in Deed Book 429, Page 186; Thence South 06 Degrees 09 Minutes 29 Seconds East, along the westerly line of said Tipton property, a distance of 947.80 Feet to the southwest corner of the Tipton property; Thence South 27 Degrees 34 Minutes 58 Seconds West, a distance of 62.56 Feet to a Point in the northerly sideline of Turman Drive; Thence along a curve to the left having a radius of 810.00 Feet, an arc distance of 389.19 Feet having a Chord Direction of North 76 Degrees 10 Minutes 55 Seconds West and a Chord Length of 385.46 Feet to a point of tangency; Thence North 89 Degrees 56 Minutes 48 Seconds West, a distance of 881.03 Feet TO THE POINT OF BEGINNING. Containing an area of 25.45 Acres or 1,108,497 Square Feet more or less. Being located in the NW 1/4 of Section 12, Township 2 South, Range 8 West, DeSoto County, Mississippi.

The warranty in this deed is subject to subdivision and zoning regulations in effect in City of Southaven, DeSoto County, Mississippi, and further subject to the following: easement to DeSoto County Convention and Visitors Bureau by instrument of record in Book 335, Page 493; easement to DeSoto County Convention and Visitors Bureau by instrument of record in Book 341, Page 507, all in the office of the Chancery Clerk of DeSoto County, Mississippi.

Taxes for the year 2004 shall be estimated and reverse prorated at closing and pad by the Grantor when due with any final adjustments in proration to be made between Grantors and Grantee when the actual ad-valorem tax bill is rendered.

Possession is to be given with delivery of Deed.

EXECUTED this the 15th day of July, 2004.

W. E. Ross, Jr.
W. E. Ross, Jr.

ROSS-MCGOWAN PROPERTIES, L.P.

By: Wayne G. McGowan, III
Wayne G. McGowan, III
General Partner

By: Charlotte Ann McCraw
Charlotte Ann McCraw
General Partner

PAYTON PARTNERS, LTD
A Texas Limited Partnership

By: Payton Production, Inc.
General Partner

By: C. W. Payton, M.D.
C. W. Payton, M.D., President

PAYTON PRODUCTION, INC..
A Texas Corporation

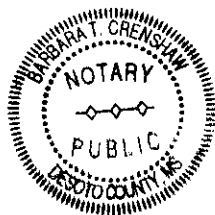
By: C. W. Payton, M.D.
C. W. Payton, M.D., President

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority in and for said state and county on this the 15 day of July, 2004, the within named W. E. Ross, Jr., who acknowledged he executed the above and foregoing instrument.

Barbara T. Crenshaw
Notary Public

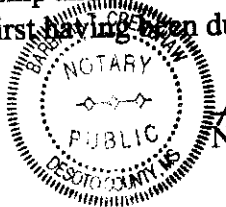
My Commission Expires:



MY COMMISSION EXPIRES:
November 26, 2004

STATE OF TENNESSEE
COUNTY OF SHELBY

PERSONALLY appeared before me, the undersigned authority in and for the said county and state, on this 15th day of July, 2004, within my jurisdiction, the within named Wayne G. McGowan, III, who acknowledged that he is the general partner of Ross-McGowan Properties, L.P., a Mississippi limited partnership and that in said representative capacity he executed the above and foregoing instrument, after first having been duly authorized to do so.



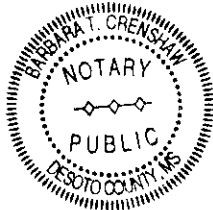
Barbara J Crenshaw
Notary Public

My commission expires:

MY COMMISSION EXPIRES:
November 28, 2004

STATE OF TENNESSEE
COUNTY OF SHELBY

PERSONALLY appeared before me, the undersigned authority in and for the said county and state, on this 15th day of July, 2004, within my jurisdiction, the within named Charlotte Ann McCraw, who acknowledged that she is the general partner of Ross-McGowan Properties, L.P., a Mississippi limited partnership and that in said representative capacity she executed the above and foregoing instrument, after first having been duly authorized to do so.



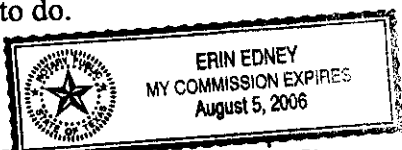
Barbara J Crenshaw
Notary Public

My commission expires:

MY COMMISSION EXPIRES:
November 28, 2004

STATE OF TEXAS
COUNTY OF GREGG

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this the 15th day of July, 2004, within my jurisdiction, the within named C. W. Payton, M.D., who acknowledged that he is the President of Payton Production, Inc. a Texas Corporation, and that for and on behalf of the said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

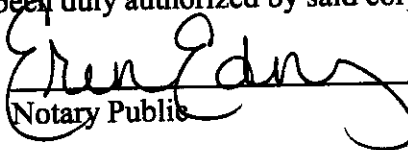


My commission expires:

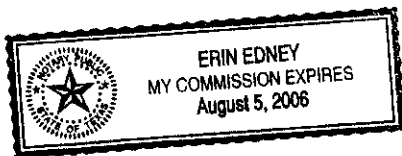
Erin Edney
Notary Public

STATE OF TEXAS
COUNTY OF GREGG

PERSONALLY appeared before me, the undersigned authority in and for the said County and State, on this the 25th day of July, 2004, within my jurisdiction, the within named C. W. Payton, M.D., who acknowledged that he is the President of Payton Production, Inc., a Texas Corporation, general partner of Payton Partners, LTD, a Texas limited partnership and for and on behalf of the said corporation and limited partnership and as their act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.


Notary Public

My commission expires:



GRANTOR(S) ADDRESS:
1260 Church Road W.
Southaven, MS 38671
(B) 662-449-4115
(H) 662-393-4450

GRANTEE(S) ADDRESS:
7960 Wolf River Blvd.
Germantown, TN 38138
(B) 901-754-2211